

EXHIBIT B



LESLIE DICK WORLDWIDE LTD.

- INTERNATIONAL COMMERCIAL AND INDUSTRIAL DEVELOPMENTS
- ECONOMIC PROJECT DEVELOPMENT CONSULTANT SERVICES
- INTERNATIONAL REAL ESTATE DEVELOPMENT AND INVESTMENT FUND
- INVESTMENT ACQUISITION, DISPOSITION AND FINANCING SERVICES
- ASSET MANAGEMENT AND CONSULTANT SERVICES

Mr. Benjamin V. Lambert
Chairman and CEO
Eastdil Realty Inc.
40 West 57th St.
New York, NY 10019-4001

November 24, 2003

PRIVILEGED & CONFIDENTIAL
VIA EXPRESS MAIL

RE: NOTICE OF INTENT TO FILE CRIMINAL COMPLAINT - VIOLATIONS
OF FEDERAL & STATE LAWS FOR THE SALE AND ACQUISITION OF
THE GENERAL MOTORS BUILDING, NEW YORK, NEW YORK

Dear Mr. Lambert:

During the last week of August and the first week in September, I called your office no less than five (5) times to speak and meet with you in regard to the above. Had you returned my calls I would have discussed my personal opinion that no less than four (4) separate criminal Statutes and Laws were violated in Eastdil's Sale of the above referenced property. In that you failed to return any of my phone calls – and your personal secretary indicated that you could not meet with me for at least thirty (30) days¹, I will outline what I think are the Laws which were violated, with a few specific examples of said facts.

The Federal and State Statutes and Laws that were violated are the following:

- **THE CIVIL RIGHTS ACT OF 1866**

“An Act to protect all persons in the United States in their Civil Rights, and furnish the Means of their Vindication.”

In essence, “all citizens have the same rights to inherit, purchase, lease, sell, hold, and convey real and personal property...”

¹ It was reported that the closing of the GM Building occurred on September 26, 2003. I think it is clear that you had personal knowledge of these violations (Sheldon Solow Lawsuit against Conesco C.A. No. 20542-NC, New Castle County, State of Delaware) and wanted to complete the collusion and conspiracy in my opinion. I think the alleged crime was micromanaged by yourself, Eastdil, Harry Macklowe, George Soros, and others to effectively complete the sale – knowing full well it would take years to unravel the transaction and expose the criminal behavior to the public.

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The violation of this law is serious enough that within its body the President of the United States can intervene directly Sec. 8. And be it further enacted, that the whenever the President of the United States shall reason to believe that offenses have or are likely to be committed against the provisions of this act within any judicial district, it shall be lawful for him, in his discretion, to direct the judge, marshal, and district attorney of such district to attend at such place within the district, and for such time as he may designate, for the purpose of more speedy arrest and trial of persons charged with a violation of this act; and it shall be the duty of every judge or other officer, when any such requisition shall be received by him, to attend at the place and for the time therein designated.

Example

My bid of 1.4 Billion Dollars plus the payment of the New York City Transfer Tax (4%) brought my initial bid to 1.456 Billion Dollars. The statement by your employee to me that I am not invited to participate in the second "bid" because my equity money was from foreign based Saudi (Arab) money. I have the right to use any type of money in my real estate acquisitions – as long as the funds in question are not derived from criminal activity. In addition, it appears that Mr. Harry Macklowe was given inside information and special rights beyond what was given to all other bidders².

• THE SHERMAN ANTITRUST ACT OF 1890

The Act declared illegal "every contract, combination in the form of trust or otherwise, or conspiracy, in restraint of trade or commerce among the several States, or with foreign nations." In addition it is well recognized that "This prohibition applies not only to formal cartels but also to any agreement to fix prices, limit output, share markets, or exclude competition."

Example

In my opinion the statements and information contained within the Sheldon Solow Lawsuit, coupled with other statements and actions made to me, along with other facts contained within in my complaint will demonstrate that there is no reasonable explanation – other than Bid Rigging – why my Second Bid (the "uninvited" bid) of 1.5 Billion Dollars should not have been accepted by Conesco and Eastdil (their "agent") except for the fact that the fix was in to allow Harry Macklowe to put in a bid of 1.4 Billion – less than my initial bid and equal to Sheldon Solow's bid.

• THE FEDERAL TRADE COMMISSION ACT ("FTCA")

"The Federal Trade Commission Act prevents unfair competition methods and unfair or deceptive acts that may affect business commerce. Violation of the FTCA is usually proven by showing bad faith, fraud, oppression, or a violation of public policy... The law does not require that an actual deception take place. A business may also be liable for the unfair and deceptive acts of its employees, agents, or representatives."

² As a Jew and a son of Holocaust Survivors, whose parents suffered the discriminatory policies of Nazi Germany – and the fact that I grew up not having one grandparent and a very small family, makes me extremely sensitive and angered when Jews like yourself, Harry Macklowe and George Soros practice the same kind of group elitist thinking and behavior to substantiate your scheme to make sure that your "gang" would end up with the ownership of the GM Building.

Example

On or about March 14, 2002, my Letter of Intent (enclosed) offered Consecro \$500,000,000. for their financial interest in the GM Building.³ In response to said offer Mr. Gary C. Wendt responded by letter of March 21, 2002 (enclosed). In a follow up conversation with Mr. Chuck Cremens, he was not interested in my offer of \$1,440,000,000. of March 14, 2002. The stated reasons were that their litigation with Trump was not complete, and that they wanted to have an "open" Auction to determine market price.

On or about August 1, 2002, I offered a sum certain of 1, 390,000,000 (\$450,000,000. above their existing debt balance) not having received any recent financial documents by Consecro – but encouraged to make a definitive offer.

According to Court documents,⁴ Mr. Macklowe offered \$1.365 Billion plus an additional \$10-15,000,000. "to secure our place as the winning bidder". Thus on August 27, 2003 Mr. Macklowe's "bid" was 10 Million less than my bid one year earlier of 1.39 Billion. It is interesting to note the close proximity of Mr. Macklowe's "final bid" of August 27, 2003, in that it is less than my bid a year earlier, both my 1st and 2nd bids in the "open" Auction – and even was lower than Sheldon Solow's bid.

It appears that Consecro (Chuck Cremens) needed to engage the services of Eastdil to conduct an "open" Auction in order to receive (after payment of commission to Eastdil) a sum which they could have had a year earlier (without Eastdil) and \$100 Million less in the bid of 1.5 Billion (my second bid) as opposed to the 1.4 Billion "bid" of Mr. Macklowe.

It is interesting to note that Mr. Cremmins was willing to accept an amount of 1.4 Billion from Mr. Macklowe (with Eastdil's help) netting out approximately \$114 Million less for Consecro's shareholders (including an estimated 1% or 14 Million dollar fee to Eastdil).

- **RACKETEER INFLUENCED AND CORRUPT ORGANIZATIONS ACT, TITLE 18 U.S.C., SECTIONS 1951, 1952, 1957, 1962-1968**

Upon information and belief, these violations involve Eastdil Realty Inc. (Ben Lambert & Wayne Maggen) and Macklowe Properties Inc. (Harry Macklowe and William S. Macklowe), Consecro (Chuck Cremmins), and the mastermind George Soros. Furthermore, Section 1963 specifically provides that "Property subject to criminal forfeiture under this section includes – (1) real property, including things growing on, affixed to, and found in land; and (2) tangible and intangible personal property, including rights, privileges, interests, claims and securities.

Example

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- **NEW YORK STATE REAL PROPERTY LAW (RPL) LAWS 1909, CHAP. 52 ARTICLE 12-A SECTIONS 441C., AND 442C.**

"A broker's responsibility is to serve the public with honesty and competency."

³ According to Consecro in May, 2000 their existing debt balance (above the 1st mortgage of \$700,000,000.) was approximately \$240,000,000. (principal plus accrued interest).

⁴ Plaintiff's Reply Memorandum of Law in Support of Preliminary Injunction and in opposition to Defendant's Motion to Dismiss dated September 23, 2003, Solow Building Corporation v. Carmel Fifth, L.L.C., C.A. No. 20542-NC, Chancery of the State of Delaware, New Castle County. Pg.6, Pgh.2

The violations of the above referenced Law apply to Benjamin V. Lambert and Wayne L. Maggen of Eastdil, Inc. only to the best of my information and belief.

Example

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As a citizen and a crime victim, I have the exclusive right to file a Criminal Complaint and request the Department of Justice, State's Attorney General, Federal Trade Commission, Secretary of the Treasury and Postal Service to investigate the bid rigging and other illegal activity, in that, "criminally derived property" may not be used to obtain funds in the furtherance of a "specified unlawful activity". In addition I am entitled to file a civil lawsuit for Damages that I have suffered as a result of what I think is very blatant criminal activity.

The projected Damages that a bona fide Purchaser of the General Motors Building seeking to hold said Investment Property for a minimum ten (10) year hold period could reasonably expect to have a Total Return (Cash Flow, Appreciation and Tax Depreciation Benefits) of not less than One (1) Billion Dollars. Violations of the Laws referenced above specifically provide for treble damages to compensate a victim(s) of the alleged crimes hereinbefore elucidated, thus bringing the damages to a projected amount of Three (3) Billion Dollars, per victim.

Mr. Lambert, approximately two (2) years ago when I met with you in your office you stated to me "I want to be your friend."⁵ If perpetrating these alleged crimes against me and the other bidders of the General Motors Building is what you call "friendship", unfortunately, I am going to have to decline your offer of friendship, since my understanding of friendship is different than your acts of friendship.

In addition, as a subsidiary of Wells Fargo & Company, doing business in many states, I refer you to the code of Ethics and Business Conduct I. Wells Fargo's Approach Pghs. 1-4 and in the Chairman's own words:

"Integrity is not a commodity. It's the most rare and precious of personal attributes. It is the core of a person's - and a company's - reputation."

In that Eastdil has consummated over 130 Billion Dollars in Transactions since 1967, I think and believe that this type of alleged criminal activity has been practiced previously - both under your current parent corporation as well as Nomura Securities. As to Mr. Harry Macklowe, his previous documented and alleged behavior in Court Records and the Press speak for itself, in my opinion.

It is my opinion that Mr. George Soros masterminded the alleged crime from the very beginning using you and even replacing Wachovia (Harry Macklowe's financier) as to cover up the source of funds used to facilitate the closing of the General Motors Building. It is my belief and opinion that it was George Soros using Harry Macklowe ("strawman") to acquire an interest in the G.M. Building using funds (unregulated by the S.E.C.) to gain said interest.⁶

⁵ It is interesting to note that your friend A. Alfred Taubman was convicted of violations of Federal Law pertaining to price fixing as Chairman of Sotheby's Auction House.

⁶ It is interesting to note that Mr. George Soros was convicted of a felony for insider trading in a French Court and fined \$2.2 Million. From England, Italy, Russia, Argentina, Malaysia, Indonesia, Philippines, etc., George Soros has demonstrated the manipulative business practices and schemes inflicted upon them. Taiwan issued a special decree that threatened "any person cooperating with Soros funds" would be charged with a criminal offense.

Please be advised that I have prepared a verified formal criminal Complaint outlining in detail the specific facts and documents that in my opinion will establish the proofs of the alleged criminal activity that was propagated and effectively consummated against myself and the other bidders for the GM Building.

Upon the advice of counsel, I am extending you a seven (7) day period of time to discuss this correspondence of my opinion and beliefs with your lawyers and business associates – prior to my legal rights being advanced, and a press release being issued.

In conclusion, please be advised that I am requesting and will expect to receive the opportunity to bid on all properties exclusively listed for Sale and/or Auction with Eastdil with monetary values (projected or otherwise) in excess of One Hundred Million (\$100,000,000.) Dollars US. This includes all properties in the United States and Internationally.

Very truly yours,

Leslie Dick

cc: Mr. Richard M. Kovacevich
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